

LAS VEGAS SANDS CORP
Form 8-K
June 05, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): June 4, 2015

LAS VEGAS SANDS CORP.

(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|--------------------------------------|
| NEVADA | 001-32373 | 27-0099920 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|--|------------|
| 3355 LAS VEGAS BOULEVARD SOUTH | |
| LAS VEGAS, NEVADA | 89109 |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code: (702) 414-1000

NOT APPLICABLE

(Former name or former address, if changed since last report)

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction A.2. below):

Written Communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

The stockholders of Las Vegas Sands Corp. (the “Company”) voted on the three proposals listed below at the Company’s Annual Meeting of Stockholders held on June 4, 2015. The proposals are described in detail in the Company’s definitive Proxy Statement filed with the Securities and Exchange Commission on April 24, 2015.

Proposal 1 — Election of Directors

Votes regarding the election of Jason N. Ader, Micheline Chau, Michael A. Leven and David F. Levi to serve on the Board of Directors as Class II directors for three-year terms, which will expire at the Company’s 2018 Annual Meeting of Stockholders, were as follows:

| <u>Nominees for Director</u> | <u>Votes For</u> | <u>Votes Withheld</u> | <u>Broker Non-Votes</u> |
|------------------------------|------------------|-----------------------|-------------------------|
| Jason N. Ader | 707,932,016 | 2,294,582 | 42,666,298 |
| Micheline Chau | 693,623,745 | 16,602,853 | 42,666,298 |
| Michael A. Leven | 699,872,692 | 10,353,906 | 42,666,298 |
| David F. Levi | 706,907,657 | 3,318,941 | 42,666,298 |

Proposal 2 — Ratification of the Independent Registered Public Accounting Firm

Votes to ratify the appointment of Deloitte & Touche LLP to serve as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2015 were as follows:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstentions</u> | <u>Broker Non-Votes</u> |
|------------------|----------------------|--------------------|-------------------------|
| 751,567,830 | 668,864 | 656,202 | 0 |

Proposal 3 — An Advisory (Non-Binding) Vote on Executive Compensation

Votes to approve an advisory (non-binding) resolution on executive compensation were as follows:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstentions</u> | <u>Broker Non-Votes</u> |
|------------------|----------------------|--------------------|-------------------------|
| 547,776,024 | 161,639,478 | 811,096 | 42,666,298 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 5, 2015

LAS VEGAS SANDS CORP.

By: /s/ Ira H. Raphaelson

Name: Ira H. Raphaelson

Title: Executive Vice President & Global General Counsel